

Attachment 1

RE: RAPAPORT

From: "Mozian, Elizabeth" <elizabeth.mozian@cbs.com>
To: Jordan Winter <jwinter3@gmail.com>, "Podolsky, Corey" <corey.podolsky@cbs.com>, "Herman, Greg" <greg.herman@cbs.com>, "Fang, Regina" <regina.fang@cbs.com>, Michael Rapaport <mikerap@me.com>, Elsa Ramo <eramo@ramolaw.com>, Miles Davis <milesdavis@milesdproductions.com>
Date: Tue, 09 May 2017 14:53:12 -0700

Hi Michael, Jordan and Miles,

Thank you for the call yesterday. Corey will follow up in a separate email thread with language that we can agree to.

Thanks.
Liz

From: Jordan Winter [mailto:jwinter3@gmail.com]
Sent: Tuesday, May 09, 2017 5:30 PM
To: Podolsky, Corey; Mozian, Elizabeth; Herman, Greg; Fang, Regina; Michael Rapaport; Elsa Ramo; Miles Davis
Subject: RAPAPORT

Hello Corey, Liz, Greg & Regina,

Further to our call yesterday 5/8/17, CBS Radio Inc. ("CBS") has agreed that in connection with its underlying podcast agreement dated 5/28/15 between CBS and Michael Rapaport (IARSP) (the "Agreement"), that CBS will agree to the following matching provision in lieu of paragraph 2a and 2b of the Agreement:

1- CBS Local has offered I Am Rapaport Stereo Podcast (or "IARSP") the following offer:

A. \$200,000 up-front payment plus 100% of the first \$100,000 in gross revenues received by CBS that are generated in ads. After \$300,000 is paid to IARSP every gross dollar is split 60% to IARSP and 40% to CBS Local with the party that brings the sponsor getting 15% of gross off the top.

2- CBS has agreed to allow IARSP a two week window to explore other options and offers which shall expire on Wednesday 5/24/17. In the event that IARSP secures a better offer during this two week window then CBS will have a twenty (20) day matching period to match the financial and key material business terms of such offer. If CBS fails to respond or does not match such offer then CBS will agree to i) terminate the Agreement at the expiration of the twenty (20) day matching period and ii) release IARSP from any further matching obligation under 2b of the Agreement.

Other than as outlined above all other terms of the Agreement shall remain in effect- please email to confirm receipt of this email amending the Agreement per the call yesterday. All other rights reserved.

Best,

Michael, Jordan & Miles